

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF OREGON

In re

Sunshine Dairy Foods Management, LLC,  
and  
Karamanos Holdings, Inc.

Debtors-in-Possession.

Bankruptcy Case Nos.

18-31644-pcm11

18-31646-pcm11

SUPPLEMENT TO MONTHLY FEE  
STATEMENT AND REQUEST FOR  
PAYMENT FILED BY VANDEN BOS &  
CHAPMAN, LLP AND NOTICE THEREON  
(May 10 to May 31, 2018)

Vanden Bos & Chapman, LLP (the "Professional") hereby files this Supplement to its previously served Fee Statement (Dkt. No. 286) covering the period of May 10, 2018 to May 31, 2018 with the Court and requests that Debtor make payment on the Fee Statement in accordance with that certain "**Order Establishing Procedures for Payment of Interim Professional Fees**" (Dkt #255) ("**Order**").

**The purpose of this Supplement is to provide a corrected page 15 (copy attached as Exhibit A) to replace page 15 of the prior Monthly Fee Statement. All other terms of the prior Notice are unchanged.**

**NOTICE IS HEREBY GIVEN**, pursuant to Paragraph 3 of the Order, that unless a Notice Party objects to payment of the Fee Statement on or before a date that is **14 days** from the date of this Supplement, the Debtor(s) may pay, after retainers are exhausted, the Professional 80% of the fees and 100% of the expenses shown on the Billing Statement without further court approval or order. If a timely objection is made and is not withdrawn, the dispute may be submitted to the Bankruptcy Court by any party for resolution.

Objections, if any, must be in writing, must state the amount objected to and the basis of the objection, and must be served on the Notice Parties shown on the attached **Exhibit B**.

The undersigned certifies that on 7/2/18 a copy hereof was served pursuant to the Order Establishing Procedures for Payment of Interim Professional Fees (Dkt. No. 255), on: (a) the attorneys for the Debtors, (b) the Chairperson of the Committee and attorneys for the Committee, (c) the U.S. Trustee; (d) all parties holding an interest in cash collateral; and (e) all parties requesting special notice (collectively, the "Notice Parties").

SEE SERVICE LIST attached as **Exhibit B**.

VANDEN BOS & CHAPMAN, LLP

By: /s/Douglas R. Ricks

Douglas R. Ricks, OSB #044026

Of Attorneys for Debtor-in-Possession

Sunshine Dairy Foods Management, LLC

## SUMMARY OF FEES AND COSTS FOR VANDEN BOS AND CHAPMAN, LLP

SUNSHINE DAIRY FOODS MANAGEMENT, LLC

	Date From	Date Through	Total Billed
Pre-Petition Services	4/23/2018	5/9/2018	\$ 23,975.62
Pre-Petition Costs	4/23/2018	5/9/2018	\$ 1,717.00
Risk Fee		5/9/2018	\$ 10,000.00
Subtotal Earned Pre-Petition			\$ 35,692.62

Retainer Received	\$ 100,000.00
Funds Returned to Trust ("Post-Petition Retainer")	\$ (40,000.00)
Balance of Pre-Petition Retainer	\$ 60,000.00
Less Amounts due Pre-Petition	\$ (35,692.62)

Unused Pre-Petition Retainer Balance as of 5/9/18 ("Pre-Petition Retainer")	\$ (24,307.38)
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	Date From	Date Through	Total Billed	If allowed % due	Due	Paid from Pre-Petition Retainer	Balance Due -80% Services	Running Balance 80% Due	Balance Unpaid - 20 % Services	Running Balance 20% Due
<b>Attorney Fees</b>										
Services Provided	5/10/2018	5/31/2018	\$ 34,625.00	80%	\$ 27,700.00	\$ 22,760.12				
Costs Provided	5/10/2018	5/31/2018	\$ 1,547.26	100%	\$ 1,547.26	\$ 1,547.26				
Subtotal Due - May			\$ 36,172.26		\$ 29,247.26	\$ 24,307.38				
Unpaid Services - 80%	5/10/2018	5/31/2018					\$ 4,939.88	\$ 4,939.88		
Unpaid Services - 20%	5/10/2018	5/31/2018							\$ 6,925.00	\$ 6,925.00

\*To be paid from Post-Petition Retainer upon approval

<b>TRUST ACCOUNT</b>	Transaction Amount	Running Balance
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Post Petition Retainer Funds	\$ 40,000.00	\$ 40,000.00
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In re Sunshine Dairy Foods Management, LLC;  
Bankruptcy Case No. 18-31644-pcm11 (Lead Case);  
In re Karamanos Holdings, Inc.;  
Bankruptcy Case No. 18-31646-pcm11  
Service List of Notice Parties

**Debtors:**

Sunshine Dairy Foods Management, LLC  
Attn: Norman Davidson, III  
801 NE 21st Ave.  
Portland, OR 97232

Karamanos Holdings, Inc.  
Attn: Norman Davidson, III  
801 NE 21st Ave.  
Portland, OR 97232

**Chairperson of Official Creditor's  
Committee:**

Valley Falls Farm, LLC  
c/o Bryan P. Coluccio, V.P./  
General Counsel  
Keystone-Pacific, LLC  
18555 SW Teton Avenue  
Tualatin, OR 97062

**Parties Holding Lien on Cash Collateral:**

Citibank, N.A.  
388 Greenwich St., 25th Flr,  
Mail Drop 7  
New York, NY 10013

Citibank, NA  
c/o Barbara Desoer - CEO  
701 East 60th Street North  
Sioux Falls, SD 57104

First Business Capital Corp.  
401 Charmany Dr.  
Madison, WI 53719

First Business Capital Corp.  
c/o Chuck Batson, President & CEO 401  
Charmany Dr  
Madison, WI 53719

**Special Notice:**

Scott Laboratories Inc.  
Attn: Jill Skoff, Accting Assistant  
PO Box 4559  
Petaluma, CA 94955

Sorrento Lactalis, Inc.  
c/o Phillips Lytle LLP  
Attn: Angela Z. Miller  
125 Main Street  
Buffalo, NY 14203

**Electronic Mail:**

The foregoing was served on all CM/ECF  
participants through the Court's Case  
Management/ Electronic Case File system.